

EXHIBIT 1

Notice of Recognition Hearing

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re

VBI Vaccines (Delaware) Inc., *et al.*,¹

Debtors in a Foreign Proceeding.

Chapter 15

Case No. 24-11623 (BLS)

(Joint Administration Requested)

**NOTICE OF (I) FILING OF CHAPTER 15 PETITIONS, (II) ENTRY
OF PROVISIONAL ORDER, (III) MOTION FOR RECOGNITION OF
FOREIGN PROCEEDING AND RELATED RELIEF, AND (IV)
HEARING ON CHAPTER 15 PETITIONS AND RELATED RELIEF**

PLEASE TAKE NOTICE that on July 30, 2024, VBI Vaccines (Delaware) Inc. ("VBI Delaware") solely in its capacity as court-appointed authorized foreign representative ("Foreign Representative") of VBI Vaccines Inc. ("VBI") and its subsidiaries (collectively, including VBI and VBI Delaware, the "Chapter 15 Debtors"), and not in its personal or corporate capacity, and in connection with the pending proceeding (the "Canadian Proceeding") under Canada's *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "CCAA") in the Superior Court of Justice (Commercial List) in Ontario, Canada (the "Canadian Court"), filed (i) petitions (the "Chapter 15 Petitions") for recognition of the Canadian Proceeding as a foreign main proceeding, or in the alternative, a foreign nonmain proceeding, of the Chapter 15 Debtors in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") under chapter 15 of title 11 of the United States Code (the "Bankruptcy Code"), and (ii) the *Motion of the Foreign Representative for Entry of Provisional and Final Orders Granting Recognition of Foreign Proceeding and Certain Related Relief under Sections 105(a), 362, 365, 1517, 1519, 1520 and 1521 of the Bankruptcy Code* (the "Recognition Motion"), seeking recognition of the Canadian Proceeding as a foreign main proceeding, or in the alternative, a foreign nonmain proceeding under section 1517 of the Bankruptcy Code and related relief. Copies of the Chapter 15 Petitions are attached hereto as **Exhibits 1A, 1B, 1C, and 1D**. A copy of the Recognition Motion is attached hereto as **Exhibit 2**.

PLEASE TAKE FURTHER NOTICE that on _____, 2024, the Bankruptcy Court entered an order granting provisional and injunctive relief, and related relief [D.I. ●] pursuant to, among other authority, sections 105(a) and 1519 of the Bankruptcy Code (the "Provisional Order") with respect to the Chapter 15 Debtors, their assets, and their contracts in the United States. The Provisional Order, among other relief, enjoins actions in the United States in contravention of the orders of the Canadian Court in the Canadian Proceeding from the entry of such Provisional Order through and including the date of the Recognition Hearing (as defined

¹ The Debtors and the last four digits of its U.S. Federal Employer Identification Numbers or other unique identifier are as follows: VBI Vaccines Inc. (4170) (British Columbia Corporation No.), VBI Vaccines (Delaware) Inc. (9534), Variation Biotechnologies (US) Inc. (6196), and VBI Vaccines B.V. (1726) (Netherlands Corporation No.). The Debtors' Mailing address is 160 Second Street, Floor 3, Cambridge, MA 02142.

below), enjoins certain creditor action with respect to the Chapter 15 Debtors and their assets in the United States, and enjoins contract counterparties from terminating contracts with the Chapter 15 Debtors, all as set forth in detail in the Provisional Order. A copy of the Provisional Order is attached hereto as **Exhibit 3**.

PLEASE TAKE FURTHER NOTICE that a hearing has been scheduled for **August , 2024, at _____ (prevailing Eastern Time)**, to consider the Chapter 15 Petitions and the relief requested by the Foreign Representative in the Recognition Motion on a final basis (the “Recognition Hearing”), including recognition of the Canadian Proceeding as a foreign main proceeding, or in the alternative, a foreign nonmain proceeding, under chapter 15 of the Bankruptcy Code and giving full force and effect to orders entered in the Canadian Proceeding, and related relief and any objections or responses thereto.

PLEASE TAKE FURTHER NOTICE that responses or objections to the Chapter 15 Petitions, recognition of the Canadian Proceeding as a foreign main proceeding or foreign nonmain proceeding, or the Recognition Motion and the relief requested therein must (i) be in writing, (ii) detail the factual and legal bases for the response or objection, (iii) comply with the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, and (iv) be filed with the Office of the Clerk of the Court, 824 N. Market Street, Third Floor, Wilmington, Delaware 19801, and served upon the following counsel for the Foreign Representative **so as to be received at least seven days prior to the Recognition Hearing**: (i) Morris, Nichols, Arsht & Tunnell LLP, 1201 N. Market St., 16th Floor, P.O. Box 1347, Wilmington, Delaware 19801, Facsimile: (302) 658-3989, Attention: Derek C. Abbott (dabbott@morrisnichols.com) and Tamara K. Mann (tmann@morrisnichols.com); and (ii) Haynes and Boone, LLP, 1221 McKinney Street, Suite 4000, Houston, Texas 77010, Facsimile: (713) 547-2600, Attention: Arsalan Muhammad (arsalan.muhammad@haynesboone.com) and David Trausch (david.trausch@haynesboone.com); and (iii) Stikeman Elliott LLP, René-Lévesque Blvd., West 41st Street, Montréal, Québec H38 3V2 Canada, Facsimile: (514) 397-3222, Attention: Guy P. Martel (gmartel@stikeman.com) and Nathalie Nouvet (nnouvet@stikeman.com).

PLEASE TAKE FURTHER NOTICE that if no objection or response is timely filed and served as provided above, the Bankruptcy Court may grant the relief requested in the Chapter 15 Petitions and the Recognition Motion without further notice or hearing.

PLEASE TAKE FURTHER NOTICE that the Recognition Hearing may be adjourned from time to time without further notice other than an announcement in open court at the Recognition Hearing of the adjourned date or dates of the hearing.

PLEASE TAKE FURTHER NOTICE that the Foreign Representative does not currently intend to conduct a claims process in these Chapter 15 Cases. To the extent there is a claims process established in the Canadian Proceeding, parties are directed to the Canadian Proceeding, Court File No.: CV-24-00724693-00CL.

Copies of the Chapter 15 Petitions, Recognition Motion and other filings in these cases are presently available on the Bankruptcy Court’s Electronic Case Filing System, which can be

accessed from the Bankruptcy Court's website at <https://ecf.deb.uscourts.gov> (a PACER login and a password are required to retrieve a document).

Dated: August 2, 2024
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ Derek C. Abbott

Derek C. Abbott (No. 3367)
Tamara K. Mann (No. 5643)
1201 N. Market St., 16th Floor
Wilmington, DE 19801
Telephone: (302) 658-9200
Facsimile: (302) 658-3989
dabbott@morrisnichols.com
tmann@morrisnichols.com

- and -

HAYNES AND BOONE, LLP
Arsalan Muhammad (*pro hac vice* pending)
David Trausch (*pro hac vice* pending)
1221 McKinney Street, Suite 4000
Houston, Texas 77010
Telephone: (713) 547-2000
Facsimile: (713) 547-2600
arsalan.muhammad@haynesboone.com
david.trausch@haynesboone.com

Counsel for the Foreign Representative

Exhibit 1A,1B,1C,1D

Chapter 15 Petitions for Recognition

*[Intentionally omitted from filed version;
to be included in mailing]*

Exhibit 2

Recognition Motion

*[Intentionally omitted from filed version;
to be included in mailing]*

Exhibit 3

Provisional Order

*[Intentionally omitted from filed version;
to be included in mailing]*